Form-PTO-1595 TRANSMITTAL OF DOCUMENT FOR RECORDATION 1-31-92 PATENTS ONLY Atty. Docket:01361.002030							
	To the Director, U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.						
1.	Name of conveying party(ies):	2. Name and address of receiving party(ies):					
	Alkco Lighting Company, Inc., a corporation of Delaware	Name: Alkeo Lighting Company, Inc.					
	Additional name(s) of conveying party(ies) attached? Yes No	Foreign Address:					
3.	Nature of conveyance: Assignment	Domestic Address: 11500 W. Melrose Avenue, P.O.Box 1389					
	Execution Date: December 31, 1990	City: Franklin Park State IL ZIP 60131					
		Additional name(s) & address(es) attached?					
5.	Application number(s) or patent number(s): D313,866 If this document is being filed together with a new application, it. A. Patent Application Number: Filing Date: Additional numbers attached? Name and address of party to whom correspondence concerning document should be mailed: Name: Fitzpatrick, Cella, Harper & Scinto 30 Rockefeller Plaza New York, New York 10112-3800 Telephone No.: (212) 218-2100 Facsimile No.: (212) 218-2200	B. Title of Invention: TRACK LIGHT FIXTURE Yes					
9.							

State of Delaware Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT

THIS





8100M AUTHENTICATION: 8987811

> DATE: 03~23XTENT

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STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:00 AM 01/17/1991 910175158 - 898532

CERTIFICATE OF MERGER

OF

ALKCO LIGHTING COMPANY, INC.

WITH AND INTO

ALKCO ACQUISITION CORPORATION

Pursuant to Section 252 of the General Corporation Law of the State of Delaware, Alkco Acquisition Corporation DOES HEREBY CERTIFY THAT:

FIRST: The names of the merging corporations are Alkco Lighting Company, Inc., a Delaware corporation ("Delaware Alkco"), and Alkco Acquisition Corporation, an Illinois corporation ("Illinois Alkco").

SECOND: In accordance with Section 252(c) of the General Corporation Law of the State of Delaware, an Agreement and Plan of Merger, dated as of the 31³⁵ day of December, 1990 (the "Agreement and Plan of Merger") has been approved, adopted, certified, executed and acknowledged by each of Illinois Alkco and Delaware Alkco in accordance with the aforementioned subsection.

 $\underline{\text{THIRD}}$: The name of the surviving corporation is Alkco Acquisition Corporation.

FOURTH: The Articles of Incorporation of the surviving corporation shall be amended by striking Article 1 in its entirety and inserting the following in its place instead:

1. The name of the corporation is: Alkco Lighting Company, Inc. (the "Corporation").

The amended Articles of Incorporation shall be the Articles of Incorporation of Illinois Alkco.

FIFTH: The executed Agreement and Plan of Merger is on file at the principal place of business of Illinois Alkco. The address of said principal place of business is 11500 w. Melrose Avenue, P.O. Box 1389, Franklin Park, Illinois, 60131-8389.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by Illinois Alkco, upon request and without cost, to any stockholder of Illinois Alkco or Delaware Alkco.

SEVENTH: Illinois Alkco agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Delaware Alkco, as well as for enforcement of any obligation of Illinois Alkco arising from the merger of Delaware Alkco with and into Illinois Alkco, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of the State of Delaware, and Illinois Alkco hereby irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in Delaware in any

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such suit or other proceedings. The Secretary of State of Delaware may send a copy of such process to:

Alkco Lighting Company, Inc. 11500 W. Melrose Avenue P.O. Box 1389 Franklin Park, Illinois 60131-8389

IN WITNESS WHEREOF, the undersigned have caused this certificate to be signed this 31^{37} day of December, 1990.

ALKCO ACQUISITION CORPORATION

President

Attest:

Secretary

Scorp:38A1kco.01

File Number 5614 485



Whrttus, articles of merger of

ALKCO ACQUISITION CORPORATION

INCORPORATED UNDER THE LAWS OF THE STATE OF FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

> In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois,



at the City of Springs	lield, this 17th
day of JANUARY	_
of the Independence of	
the two hundred and	

BCA-11.25/11.30 (Rev. Jul. 1984)

Submit in Duplicate

Remit payment in check or Money Order, payable to "Secretary of State".

DO NOT SEND CASH!

Filing Fee is \$100, but if merger or consolidation of more than 2 emporations \$50 for each additional corporation. JIM EDGAR
Secretary of State
State of Illinois

ARTICLES OF MERGER, CONSOLIDATION, EXCHANGE

FII \$56/4-485-1
This Space for Upo By Secretary of Byste
Date //7/9/
Filing Fee \$ 100
Clerk

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation(s) hereby adopt(s) the following Articles of Merger, Goraci Methodoxic Exchange: (Strike Inapplicable words)

The names of the corporations proposing to

mergo xcanasakasaka

and the State or Country of their in-

GROWSON STREET

corporation, are:

Name of Corporation

State xxxx Country of Incorporation

Alkco Lighting Company. Inc. Delaware 5230-923-9

Alkco Acquisition Corporation Illinois 56/4-485-4

 The laws of the State on Scartty under which each corporation is incorporated permit such merger, consolidation or exchange.

2/11/1/1/1/C

The name of the xxxxx corporation is <u>Alkco Acquisition Corporation</u>

and it shall be governed by the laws of _____Illinois

merger

4 The plan of consolidation is as follows: swc;kange 2)

If not sufficient space to cover this policy, add one or more shorts of this size

See attached Agreement and Plan of Merger.

FILED

JAN 1,7 1991

Secretary of State ATENT

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SOCIEDINATION

sockeride The plan of

was approved, (a) as to each corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each fillinois corporation, as follows:

(The following items are not applicable to mergers under § 11.30 — 90% awned subsidiary provisions, See Article 7.)

(Only "X" one box for each corporation)

By the snarcholders, a resoiution of the board of directors nawing been duly adopted and. By written consent of the submitted to a vote at a shareholders having not less meeting of shareholders. Not I than the minimum number of eas than the minimum number - votes required by statute and of votes required by statute and by the articles of incorporation voted in favor of the action taken.

by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accor-(§ 11.20) dance with § 7,10, (§ 11.20)

By written consent of ALL the shareholders entitled to vote on the action. in accordance with § 7.10 & § 11.20

Name of Corporation

Alkco Acquisition Corporation	Ξ	=	¥	
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ß (Not applicable if surviving, new or acquiring corporation is an Illinois corporation)

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- The surviving, new or adquiring corporation may be served with process in the State of illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of illinois against the surviving, new or acquiring corporation.
- The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corcoration organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of illinois with respect to the rights of dissenting shareholders.

FILED

JAN 17 1991

Secretary of State

AGREEMENT AND PLAN OF MERGER

FITZPATRICK NY

AGREEMENT AND PLAN OF MERGER ("Agreement"), dated as of the 3137 day of December, 1990, by and between ALKCO ACQUISITION CORPORATION, an Illinois corporation ("Illinois Alkco") and ALKCO LIGHTING COMPANY, INC., a Delaware corporation ("Delaware Alkco"):

WHEREAS:

JAN 1 7 1:00

- A. Illinois Alkco is a corporation duly organized and existing under the laws of the State of Illinois, undering been incorporated on October 19, 1990; Delawar, Alkco is a corporation duly organized and existing under the laws of the State of Delaware, having been incorporated on September 3, 1980 under the name of Alkco Manufacturing Company, and renamed on June 14, 1989.
- B. The authorized capital stock of Illinois Alkco consists of 10,000 shares of common stock, par value \$1.00 per share ("Illinois Alkco Common Stock"), of which 100 shares are issued and entitled to vote.
- C. The authorized capital stock of Delaware Alkco consists of 100,000 shares of common stock, par value \$10.00 per share (the "Delaware Alkco Common Stock"), of which 58,810 shares are issued and outstanding and entitled to vote, and 100,000 shares of Class A common stock, par value \$10.00 per share ("Delaware Alkco Class A Common Stock"), of



which 57,720 are issued and outstanding and entitled to vote.

D. The Boards of Directors of Delaware Alkco and Illinois Alkco deem it advisable that (1) Delaware Alkco be merged with and into Illinois Alkco by the filing of this Agreement and of Articles and Certificates of Merger pursuant to the applicable provisions of the laws of the States of Delaware and Illinois (such Articles and Certificates being hereinafter referred to as the "Merger Articles"); and (2) upon such merger of Delaware Alkco into Illinois Alkco (the "Merger"), the outstanding shares of Delaware Alkco be converted into shares of Illinois Alkco Common Stock, all as provided herein.

NOW, THEREFORE, the parties agree as follows:

- 1. THE MERGER; EFFECTIVE TIME.
- (a) Subject to the terms and conditions of this Agreement, at the Merger Effective Time (as hereinafter defined), Delaware Alkco shall be merged with and into Illinois Alkco and the separate corporate existence of Delaware Alkco shall thereupon cease and Illinois Alkco shall be the surviving corporation (the "Surviving Corporation"). The separate corporate existence of Illinois Alkco with all its rights, privileges, powers and franchises shall continue unaffected by the Merger. The Merger shall have the effects specified in the Delaware General Corporation Law (the

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"Delaware GCL") and the Illinois Business Corporation Act (the "Illinois BCA")

- (b) Except as otherwise agreed by Delaware Alkco and Illinois Alkco and designated in the Merger Arti-clas, the Merger shall become effective (the "Merger Effective Time") on January 17, 1991.
- If, after the Merger Effective Time, Illinois Alkco shall consider or be advised that any deeds, bills of sale, assignments, assurances or any other actions or things are necessary or desirable to vest, perfect or con-·firm of record or otherwise its right, title or interest in, to or under any of the rights, properties or assets of Delaware Alkco acquired or to be acquired by Illinois Alkco as a result of, or in connection with, the Merger or otherwise to carry out this Agreement, the officers and directors of Illinois Alkco shall be authorized to execute and deliver, in the name of and on behalf of Delaware Alkco or otherwise, all such deeds, bills of sales, assignments and assurances and to take and do, in the name of and on behalf of Delaware Alkco or otherwise, all such other actions and things as may be necessary or desirable to vest, perfect or confirm any and all right, title and interest in, to and under such rights,

properties or assets in Illinois Alkco or otherwise to carry out this Agreement.

- 2. CERTIFICATE OF INCORPORATION AND BY-LAWS OF ILLINOIS ALKCO.
- (a) The Articles of Incorporation of Illinois Alkco in effect immediately prior to the Merger Effective Time shall be amended by striking Article 1 in its entirety and inserting the following in its place instead: FILED
 - 1. The name of the corporation is: Alkco

 Lighting Company, Inc. (the "Corporation")

 Secretary of State

The amended Articles of Incorporation shall be the Articles of Incorporation of the Surviving Corporation, until the same shall be altered, amended or repealed in accordance with the applicable provisions of the Illinois BCA, the Articles of Incorporation and the Merger Articles.

- (b) The By-Laws of Illinois Alkco in effect immediately prior to the Merger Effective Time shall be the By-Laws of the Surviving Corporation, until the same shall be altered, amended or repealed in accordance with their terms and the applicable provisious of the Illinois BCA.
- 3. DIRECTORS AND OFFICERS OF THE SURVIVING CORPORATION.

The persons who are directors and officers of Delaware Alkco immediately prior to the Merger Effective Time

shall be deemed removed as such as of the Merger Effective Time and the directors and officers of Illinois Alkco shall be the directors and officers of the Surviving Corporation, to hold such position or office until their respective successors shall be elected or appointed and qualified in accordance with the By-Laws of the Surviving Corporation.

4. SERVICE OF PROCESS.

Illinois Alkco appoints the Secretary of State of Delaware as its agent to accept service of process in Delaware in any proceeding for enforcement of any obligation of Delaware Alkco, as well as for enforcement of any obligation of Illinois Alkco arising from the merger.

5. CONVERSION OF SHARES IN THE MERGER.

At the Merger Effective Time, each share of Delaware Alkco Common Stock, par value \$10.00 per share, and each share of Delaware Alkco Class A Common Stock, par value \$10.00 per share, issued and outstanding immediately prior to the Merger Effective Time and held of record by the stockholders of Delaware Alkco (the "Delaware Alkco Shares") shall, by virtue of the Merger and without any action on the part of the holders thereof, be converted immediately into 0.00085815 of a share of Illinois Alkco Common Stock. The holder of the certificates representing Delaware Alkco Shares shall thereafter cease to have any rights with respect to any

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such Delaware Alkco Shares, except the right to receive shares of common stock of Illinois Alkco as aforesaid.

- 6. MISCELLANEOUS. (a) This Agreement and the other writings referred to herein or delivered pursuant hereto contain the entire understanding of the parties with respect to the subject matter hereof.
- (b) This Agreement shall be governed by and construed in accordance with the laws of the State of Illinois.
- (c) This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.
- (d) The article and section headings contained in this Agreement are solely for the purpose of reference and are not part of the agreement of the parties hereto.

IN WITNESS WHEREOF, this Agreement has been signed on behalf of each of the parties hereto by a duly authorized officer and as of the date first above written.

Attest:

Secretary

Attest:

Secretary

ALKCO ACQUISITION CORPORATION

ALKCO LIGHTING COMPANY, INC.

Scorp:02Alkco.05

- 7. (Complete this item if reporting a merger under § 11.30 90% owned subsidiary provisions.)
 - a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation		Total Number of Shares Outstanding of Each Class		Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation	
	 			F/:->	
			<i>i</i>	413.4	
				Secretary of State	
Þ.	The date of mailing a copy of the of each merging subsidiary corpor	plan of merger an ation was	d notice of th	e right to dissent to the shar	enolders
	Was written consent for the merger ing snares of all subsidiary corpor	of written waiver c ations received?	of the 30 day po	eriod by the holders of all the c	outstand ON 🗀
	(If the answer is "No", the duplicate of State until after 30 days following right to dissent to the shareholders	g the mailing of a	copy of the pl	an of merger and of the notice	ecretary o of the
—e u whom affir	ndersigned corporation has caused m, under penalties of perjury, that	these articles to the facts stated (o be signed by nerein aro truc	rits duly authorized officers. a.	each of
Dated D	ecember 31 19 90	A	LKCO LIGH	TING COMPANY, INC.	•
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allested by AAA			. <u>∀</u> ⊥.	The Pack to	<u> </u>
	Signature of Secretary of Assistant Secreta	mp)	r Seg	neture of Projection or Vice Prosident)	
	Donald A. Herner, S	ecretary	C. Jos	eph Incrocci, Pres	ident
	Type of Fint Name and Tules			(Type or Print Home and Eithe)	
Dece	ember 3\ 90		ALKCO ACC	UISITION CORPORATI	ON
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attested by	Can Alam	·	·	11000	
	(Signature of Secretary or Assistant Secreta	777	1500	were of Promises or Yes Proposes	
	Donald A. Herner, S	ecretary	C. Jose	ph Incrocci, Presi	dent
	(Type or Print Prime and Ente)			(Type or Print Irona and Title)	
Dewd	.19			Exact Name of Corporations	
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attested by	Signature at Secretary or Assistant Secretar	by		tium of fremders or the freedom;	
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ARTICLES OF MERGER, File No

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Secretary of State

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EITED

CONSOLIDATION, EXCHANGE \$50 for each additional corporation

DATED

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RETURN TO:

Springheld, illinois 62756 Telephone 217 — 782-6961 Corporation Department Secretary of State

MAR 24 1998

EXP. FEES _a COPY - CERT.

RECORDED: 12/09/2004

STATE OF ILLINOIS Office of the Secretary of State I hereby certify that this is, a true and correct copy, consisting of twelve pages, as taken from the original on file in this office.

GEORGE H. RYAN SECRETARY OF STATE

PATENT

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